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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : CHAPTER 11
MOTORS LIQUIDATION COMPANY, *et al.*, : Case No.: 09-50026 (REG)
f/k/a/ General Motors Corp., *et al.*, :
Debtors. : (Jointly Administered)
-----X

**MOTION TO WITHDRAW THE REFERENCE
WITH REGARD TO NO STRIKE PLEADINGS**

The State of Arizona *ex rel.* Mark Brnovich, the Attorney General, and the People of the State of California, by and through Orange County District Attorney Tony Rackauckas, respectfully move before the United States District Court for the Southern District of New York for entry of an order withdrawing the reference to the Bankruptcy Court with regard to their No Strike Pleadings pursuant to 28 U.S.C. § 157(d), Bankruptcy Rule 5001 and Local Bankruptcy Rule 5011-1, for the reasons set forth in the accompanying Memorandum of Law.

As described in greater detail in the Memorandum of Law, withdrawal of the reference is appropriate because “cause” for withdrawal exists under 28 U.S.C. § 157(d). Resolution of the No Strike Pleadings (as defined in the Memorandum of Law) is a non-core matter that can only be finally adjudicated by the District Court. Moreover, judicial economy is better served by withdrawal.

WHEREFORE, the States respectfully request that the Court enter an order substantially in the form attached hereto withdrawing the reference of the *State of Arizona’s “No-Strike” Pleading* and *State of California’s “No-Strike” Pleading*, and granting such other and further relief as the Court deems just and proper.

Dated: New York, New York, June 16, 2015.

HAGENS BERMAN SOBOL SHAPIRO LLP

By: /s/ Jason A. Zweig
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